

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF VIRGINIA
Richmond Division**

In re:)	Chapter 11
)	
)	Case No. 08-35653-KRH
CIRCUIT CITY STORES, INC., et. al.)	Jointly Administered
)	
Debtors.)	
)	

**MOTION FOR ADMISSION
PRO HAC VICE OF J. BENNETT FRIEDMAN**

Jennifer M. McLemore (“Movant”), hereby moves the Court, pursuant to Local Bankruptcy Rule 2090-1(E), to enter an order authorizing J. Bennett Friedman (“Mr. Friedman”) an attorney with the law firm of Hamburg, Karic, Edwards & Martin LLP, to appear pro hac vice in the above-referenced bankruptcy cases before the United States Bankruptcy Court for the Eastern District of Virginia (collectively, the “Bankruptcy Case”) to represent The West Campus Square Company, LLC, Amargosa Palmdale Investments, LLC and Bella Terra Associates, LLC. In support of this Motion, the Movant states as follows:

1. Movant is a member in good standing of the Bar of the Supreme Court of Virginia and an attorney admitted to practice before the United States Bankruptcy Court for the Eastern District of Virginia.

Augustus C. Epps, Jr., Esquire (VSB No. 13254)
Michael D. Mueller, Esquire (VSB No. 38216)
Jennifer M. McLemore, Esquire (VSB No. 47164)
Noelle M. James, Esquire (VSB No. 76011)
Christian & Barton, L.L.P.
909 East Main Street, Suite 1200
Richmond, Virginia 23219
Tel: 804-697-4129
Fax: 804-697-6129

Local Counsel to The West Campus Square
Company, LLC, Amargosa Palmdale Investments,
LLC and Bella Terra Associates, LLC

2. Mr. Friedman is a member of good standing of the State Bar of California and is an attorney admitted to practice before the United States Court of Appeals for the Ninth and Seventh Circuits. There are no disciplinary proceedings pending against Mr. Friedman in any jurisdiction in which he is admitted to practice.

3. Movant requests that this Court authorize Mr. Friedman to appear and be heard at hearings concerning, and to otherwise participate in the Bankruptcy Case (and related proceedings) on behalf of The West Campus Square Company, LLC, Amargosa Palmdale Investments, LLC and Bella Terra Associates, LLC.

4. Movant and her law firm shall serve as co-counsel with Mr. Friedman in the Bankruptcy Case (and related proceedings).

5. Notice of this Motion has been given to (a) the Office of the United States Trustee, (b) to counsel for the Debtors, and (c) all persons receiving electronic notice in the Bankruptcy Case as of the service hereof.

WHEREFORE, Movant respectfully requests that this Court enter an Order authorizing J. Bennett Friedman to appear pro hac vice in the Bankruptcy Case in substantially the same form as Exhibit A attached hereto and grant such other and further relief as is just.

/s/ Jennifer M. McLemore

Jennifer M. McLemore

Augustus C. Epps, Jr., Esquire (VSB No. 13254)
Michael D. Mueller, Esquire (VSB No. 38216)
Jennifer M. McLemore, Esquire (VSB No. 47164)
Noelle M. James, Esquire (VSB No. 76011)
Christian & Barton, L.L.P.
909 East Main Street, Suite 1200
Richmond, Virginia 23219
Telephone: 804-697-4129
Facsimile: 804-697-6129

Local Counsel to The West Campus Square
Company, LLC, Amargosa Palmdale Investments,
LLC and Bella Terra Associates, LLC

CERTIFICATE OF SERVICE

I hereby certify that on the 3rd day of December, 2008, a true and correct copy of the foregoing Motion for Admission Pro Hac Vice of J. Bennett Friedman was served on all persons receiving electronic notice in these cases and to the following:

Gregg M. Galardi, Esquire
Ian S. Fredericks, Esquire
Skadden, Arps, Slate, Meagher & Flom, LLP
One Rodney Square
PO Box 636
Wilmington, Delaware 19899-0636
Counsel to the Debtors

Timothy G. Pohl, Esquire
Chris L. Dickerson, Esquire
Skadden, Arps, Slate, Meagher & Flom, LLP
333 West Wacker Drive, Suite 2000
Chicago, Illinois 60606
Counsel to the Debtors

Dion W. Hayes, Esquire
Douglas M. Foley, Esquire
McGuireWoods LLP
One James Center
901 E. Cary Street
Richmond, Virginia 23219
Counsel to the Debtors

Robert B. Van Arsdale, Esquire
Office of the United States Trustee
701 East Broad Street, Suite 4304
Richmond, Virginia 23219-1888
Assistant United States Trustee

/s/ Jennifer M. McLemore
Jennifer M. McLemore

EXHIBIT A

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF VIRGINIA
Richmond Division**

In re:)	Chapter 11
)	
)	Case No. 08-35653-KRH
CIRCUIT CITY STORES, INC., et. al.)	Jointly Administered
)	
Debtors.)	
)	

**ORDER GRANTING MOTION FOR
ADMISSION PRO HAC VICE OF J. BENNETT FRIEDMAN**

The matter came before the Court upon the Motion for Admission Pro Hac Vice of J. Bennett Friedman (the “Motion”) filed by Jennifer M. McLemore, seeking admission pro hac vice for J. Bennett Friedman, of the law firm of Hamburg, Karic, Edwards & Martin LLP., in the above-captioned bankruptcy cases (the “Bankruptcy Case”) pursuant to local Bankruptcy Rule 2090-1(E). After review of the Motion and statements therein, the Court finds that adequate notice of the Motion has been provided, no other or further notice is necessary or required, and that it is appropriate that J. Bennett Friedman be authorized to practice pro hac vice before the Court in this Bankruptcy Case. Accordingly, it is hereby

ORDERED as follows:

1. The Motion be and hereby is granted.

Augustus C. Epps, Jr., Esquire (VSB No. 13254)
Michael D. Mueller, Esquire (VSB No. 38216)
Jennifer M. McLemore, Esquire (VSB No. 47164)
Noelle M. James, Esquire (VSB No. 76011)
Christian & Barton, L.L.P.
909 East Main Street, Suite 1200
Richmond, Virginia 23219
Tel: 804-697-4129
Fax: 804-697-6129

Local Counsel to The West Campus Square
Company, LLC, Amargosa Palmdale Investments,
LLC and Bella Terra Associates, LLC

2. J. Bennett Friedman, of the law firm of Hamburg, Karic, Edwards & Martin LLP, is hereby admitted to appear in this Bankruptcy Case and any related proceedings pro hac vice pursuant to Local Bankruptcy Rule 2090-1(E)(2) on behalf of The West Campus Square Company, LLC, Amargosa Palmdale Investments, LLC and Bella Terra Associates, LLC.

ENTERED:

UNITED STATES BANKRUPTCY JUDGE

I ASK FOR THIS:

/s/ Jennifer M. McLemore
Augustus C. Epps, Jr., Esquire (VSB No. 13254)
Michael D. Mueller, Esquire (VSB No. 38216)
Jennifer M. McLemore, Esquire (VSB No. 47164)
Noelle M. James, Esquire (VSB No. 76011)
Christian & Barton, LLP
909 E. Main Street, Suite 1200
Richmond, Virginia 23219-3095
(804) 697-4129
(804) 697-6129 (facsimile)

Rule 9022-1 Certification

I hereby certify that the foregoing has either been endorsed by or served upon all necessary parties.

/s/ Jennifer M. McLemore
Jennifer M. McLemore

SERVICE LIST

Gregg M. Galardi, Esquire
Ian S. Fredericks, Esquire
Skadden, Arps, Slate, Meagher & Flom, LLP
One Rodney Square
PO Box 636
Wilmington, Delaware 19899-0636
Counsel to the Debtors

Timothy G. Pohl, Esquire
Chris L. Dickerson, Esquire
Skadden, Arps, Slate, Meagher & Flom, LLP
333 West Wacker Drive, Suite 2000
Chicago, Illinois 60606
Counsel to the Debtors

Dion W. Hayes, Esquire
Douglas M. Foley, Esquire
McGuireWoods LLP
One James Center
901 E. Cary Street
Richmond, Virginia 23219
Counsel to the Debtors

Robert B. Van Arsdale, Esquire
Office of the United States Trustee
701 East Broad Street, Suite 4304
Richmond, Virginia 23219-1888
Assistant United States Trustee

Jennifer M. McLemore, Esquire
Christian & Barton, L.L.P.
909 E. Main Street, Suite 1200
Richmond, Virginia 23219

J. Bennett Friedman, Esquire
Hamburg, Karic, Edwards & Martin LLP
1900 Avenue of the Stars, Suite 1800
Los Angeles, California 90067